

Tiverton Renewable Energy
RFQ/RFP

TOWN OF TIVERTON

REQUEST FOR QUALIFICATIONS/PROPOSALS

PUBLIC-PRIVATE PARTNERSHIP FOR RENEWABLE ENERGY
SERVICES

OR DEVELOPMENT OF MUNICIPAL BASED RENEWABLE ENERGY
PROJECTS

TOWN OF TIVERTON

343 Highland Road Tiverton, RI 02878

PROPOSAL DUE DATE: 2:00 PM on October 15, 2018

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1. OVERVIEW

1.1. Summary

The Town of Tiverton, Rhode Island, recognizes that the State of Rhode Island has made significant improvements in the number and types of incentives and policies that support the development of new, municipal-based renewable energy projects that provide both short and long-term electricity cost savings. This includes but is not limited to Rhode Island General Laws §39-26.4-1 et seq. and §39-26.6-1 et seq.

The Town of Tiverton presently has an annual electricity usage identified in the attached Exhibit A. The Town of Tiverton seeks to procure up to 80% of its annual demand for electricity, as may change from time to time, by contracting with a qualified third party renewable energy developer ("Developer") or developers who can successfully plan, design, permit, install, finance, own, operate and maintain one or multiple energy projects, in accordance with Rhode Island laws, tariffs and incentives, to meet this need and realize savings.

Respondents are not required to provide 80% of the annual electricity usage, as the Town of Tiverton may execute one or more agreements with one or more Respondents to collectively meet the goals of this RFQ/RFP. The Town of Tiverton reserves the right to increase or decrease the total kWh it seeks to contract for.

Vendors responding to this RFQ/RFP must comply with Rhode Island law and each response must include clear and concise answers to the following:

Is the proposal located within the National Grid Rhode Island load zone?

Is the proposal a virtual net-metered project?

Will the proposal utilize an eligible technology as specified in Rhode Island General Laws §39-26-5?

The Town of Tiverton will accept and consider proposals for a Virtual Net Meter Credit Agreement ("VNMCA"), as well as alternative, economically viable proposals similar to a VNMCA.

Note: the Town of Tiverton has a strong preference for projects developed on already disturbed sites, such as landfills or brownfield sites, and/or in commercial or industrial zones.

1.2. RFQ/RFP Schedule

RFQ/RFP Issuance:	September 20, 2018
Deadline for Respondent Questions:	October 1, 2018
FQ/RFP Due Date:	October 15, 2018
Public Opening of Responses:	October 15, 2018

The Town of Tiverton reserves the right to revise this schedule at any time and at its sole discretion.

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1.3. Economies of Scale

The Town of Tiverton recognizes that other public entities, communities, or municipalities, as each is defined by Rhode Island General Laws §39-36.4-2 (10), are pursuing similar services or projects. In the event a Respondent would like to include a collaborative project within its proposal because a collaboration may provide greater economic benefit to the Town of Tiverton, it may do so but it should still provide a separate and distinct response limited to the Town of Tiverton that does not include such a collaboration.

1.4. Non-Commitment

This RFQ/RFP is not a commitment to purchase a renewable energy project, nor is it a commitment to enter into a VNMCA or similar Agreement. This RFQ/RFP does not bind the Town of Tiverton in any way.

2. Instructions and General Conditions

2.1. Submission

Respondents shall submit three (3) paper copies and an electronic version on a flash drive to:

Town Clerk
Town of Tiverton
343 Highland Road
Tiverton, RI 02878

Proposals must be received on or before 2:00 PM, October 15, 2018. Mark on the outside of bid envelope the bid title and bid number. Responses to this RFQ/RFP must include a transmittal letter indicating that the Respondent has carefully read and understands all of the provisions of this RFQ/ RFP. An individual who is authorized to negotiate and execute binding agreements with the Town of Tiverton must sign the transmittal letter.

2.2. Contact and Communications

Jan Reitsma, Town Administrator, is the point of contact for all inquiries and communication related to the RFQ/RFP. All questions should be submitted in writing to administrator@tiverton.ri.gov

2.3. Irrevocability

RFQ/RFP responses are considered irrevocable for a period of not less than 90 (ninety) days following the RFQ/RFP Due Date. During this 90-day period, RFQ/RFP Responses may not be withdrawn, amended or otherwise changed, except as a result of negotiations and with the express written consent of the Town of Tiverton.

2.4. Acceptance & Rejection

The Town of Tiverton reserves the right to accept and/or reject any and all proposals, or portions thereof, to waive any informality, and to select and

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negotiate renewable energy contract agreement(s) that are in the best interest of the Town of Tiverton.

2.5. Changes and Withdraw

Respondents may submit changes to proposals already received by the Town of Tiverton at any time prior to the RFQ/RFP Due Date, with written notice to the Town Administrator. In the event a change is made, new and complete sets of the Responses must be submitted in the form outlined in under "Submission".

Respondents may withdraw Responses by submitting a written request to the Town Administrator at any time prior to the RFQ/RFP Due Date.

2.6. Ownership of Proposals

All proposals submitted become the property of the Town of Tiverton and will not be returned to Respondents.

2.7. RFQ/RFP Costs

Costs incurred in developing a response to this RFQ/RFP are the sole responsibility of the Respondent, and the Town of Tiverton shall have no liability for such costs.

2.8. Confidentiality and Public Records

The Town of Tiverton will take reasonable efforts to maintain the confidentiality of all bids submitted. The Town of Tiverton will not use information provided in any Response for any purpose other than in connection with this RFQ/RFP. Bidders should clearly identify any information considered to be confidential and/or proprietary.

Regardless of this Confidentiality, Responses to this RFQ/RFP are subject to Rhode Island General Law §38-2-1 et seq., the Access to Public Records Act.

2.9. Understanding and Compliance

It is the Respondents' responsibility to carefully read and understand all of the provisions of this RFQ/RFP.

2.10. Negotiations

The Town of Tiverton reserves the right to directly negotiate with any qualified Respondent to this RFQ/RFP and to award a contract based upon the results of those negotiations.

Upon RFQ/RFP award, the selected renewable energy Developer shall be issued a Notice to Proceed, and is expected to commence and complete any further predevelopment, design and other activities the Developer needs in order to enter final negotiations with the Town of Tiverton. The two parties shall agree upon a timetable to negotiate and finalize the Project design, scope, schedule and contracting agreement, which shall be subject to the Town of Tiverton approvals. If the parties cannot negotiate the necessary contracts and agreements within 60 days following the issuance of the Notice to Proceed, the

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Town of Tiverton reserves the right to terminate negotiations with the Developer and either commences negotiations with another Respondent or re-issue the RFQ/RFP.

2.11. Insurance

Selected Respondents shall provide an insurance certificate with all terms specified in this section, including, shall maintain and keep general liability insurance of at least \$3,000,000.00 (three million dollars), and shall name the Town of Tiverton, its officers, agents, employees, volunteers and consultants, individually and collectively, as additional insured and that insurance coverage shall not be suspended, voided, cancelled, reduced in coverage, or otherwise materially changed except after thirty (30) days prior written notice by certified mail, return receipt requested, as been given to the Town of Tiverton.

2.12. Good Standing

The Town of Tiverton will not award the proposal to any person or business who is in arrears or in default to the Town of Tiverton and the state of Rhode Island with regard to any tax, debt, contract, security or any other obligation.

2.13. Compliance with Law

The selected renewable Energy Developer shall comply with all applicable laws, regulations, ordinances, codes and orders of the United States, the State of Rhode Island and the Town of Tiverton, as related to its proposal and the performance of the work described in providing Renewable Energy Projects and associated contracts.

3. Proposal and Scope of Work

Information provided in response to this RFQ/RFP shall be used to identify the Respondent that can most effectively deliver the proposed project, in a timely manner that provides the greatest economic value to the Town of Tiverton.

Respondents are required to provide detailed responses to the following:

3.1. Executive Summary

Please provide an executive summary of the proposed project including the exact location(s) and total number of renewable energy systems; drawings, renderings and/or layouts of the Project; estimated annual energy output; and an offer for both types of project financing - Turnkey Project Cost and renewable energy PPA, or similar. PPA must include contract type, term and pricing schedule with the Town of Tiverton. Utilize attached Schedule - Exhibit B,

3.2. System size and Electrical Output

Please detail the proposed Projects total installed capacity and estimated annual production. For production analysis, please provide the following:

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Solar Projects:

- The methodology used to calculate annual production
- Assumed annual degradation factor
- Expected operating life of the Project
- Total estimated annual Project production for each year of operation
- Total Project Production over each proposed term
- For Rhode Island Virtual Net Metering, a Customer Savings Proforma based on annual consumption kWh as identified in Exhibit A, and specifying a Net Meter Rate and yearly escalation rate to the extent applicable/available.

3.3. Financial Viability

Please provide a description of the financial viability of the Project, including the following:

- Project financial structure, with sources of debt and equity financing
- Identification of who will provide the sources of debt and equity
- Description of any public incentives to be used in financing the Project.
- *Please be prepared to review in detail your plans to finance the project, the plan for ownership and operation of the project for the life of the system, and, if third parties are a part of financing, ownership, and/or operation plan, the details of such proposed arrangements.*

3.4. Project Timeline

Please provide a complete and detailed project schedule indicating major project Milestones and durations from notice of award through commercial operation. Schedule should assume an RFQ/RFP award on October 22, 2018.

3.5. Project Site-Control

Please state whether on the Project has site control, and if so, in what form (ex: site ownership, lease, option, etc.). Please provide a copy of site control for all sites being proposed in response to this RFQ/RFP, including necessary easements or rights of way required for interconnection and operation of the Project.

3.6. Project Site-Availability and Exclusivity

Please state whether or not the proposed Project and/or the Project Site have been submitted to any other entities for consideration of a remote net-metered renewable energy project and whether the Project and/or the Project Site is under consideration by any other entity for the purposes of providing renewable energy under any arrangement.

If possible, please state the period of time in which the Respondent commits to the Town of Tiverton the exclusive right to negotiate and come to terms with a renewable energy Project at the listed Project Site(s). By means of example: 30-day, 60-day or 90-day exclusivity period.

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3.7. Project Site-Plan

Please provide a site plan and map that clearly identifies the location of the property, the total size of the property, location of each renewable energy system and proposed interconnection infrastructure, transmission facilities, roadways, etc.

3.8. Project Site - Interconnection

Please state where in the Utility Interconnection process the project stands. Please provide all applicable documents supporting the status of Project Interconnection, including but not limited to any applications and approvals.

3.9. Permitting, Regulatory and Approvals Plan: All Projects

Please list all required, local, state, federal and utility permits, licenses and approvals. In addition, please provide a brief description as to the Respondent's present status and or plan to obtain all of these necessary approvals.

3.10. Interconnection Plan

Please provide a detailed description as to how the Project will secure its Utility Interconnection approval(s).

3.11. Technical Viability

Please provide a description of the Project's major components, including:

- A listing of all major equipment to be used
- Major equipment manufacturers, makes and modes
- Status of procuring equipment and whether Respondent has a contract for equipment
- Description of warranties, production insurance and/or other guarantees on major system components Respondent shall obtain for the Project.

3.12. Facilities Operation, Maintenance and Warranty Plan

Please provide a description of the Respondents' plan and ability to effectively monitor, operate, and service the Project in a prompt and cost-effective manner to ensure optimal Project production over the Project life. This plan shall include:

- Description of Respondent's experience in providing O & M services for comparable renewable energy Projects, along with references.
- Scheduling of major maintenance activity, and the plan for testing equipment.

3.13. Project Financing

Please identify all sources of financing for the Project{s} submitted.

3.14. Other Requirements

Each Response to this RFQ/RFP shall specifically address the following:

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1. A demonstration of site control (binding lease option or signed lease), including plat, lot, and address of Project site.
2. Status regarding Planning and Zoning Board approvals in the designated town or city.
3. Status regarding securing applicable Building Permits.
4. Status regarding applicable FAA approval (solar glare).
5. Status regarding applicable Interconnection Service Agreements (ISA) including schedule from National Grid.
6. Status regarding applicable supply agreements for solar panels to ensure compliance with Section 201 of U.S. Trade Law.
7. Status regarding applicable project layout, including whether the project layout has been stamped by a licensed civil engineer, has an electrical "one line" drawing stamped by a Structural Engineer.
8. Explicitly identify the proposed cost per kWh.
9. Provide terms and options based on Contract Terms of 20 year, 25 year and 30 Year Contracts Terms, if alternative term please note.
10. Explicitly identify any options for contract renewal terms.
11. Address the concern of what happens if the Town of Tiverton's demand for electricity drops below the amount generated in association with any proposed agreement.
12. Address the concern of what happens if the market price of electricity drops below the value of the net metering credit.
13. Address the project savings over each year of the agreement.
14. Address whether or not you have identified opportunities for collaboration in accordance with Rhode Island General Laws §39-26-.4-1 et seq. and Rhode Island General Laws §39 -26.6-1 et seq.

3.15. Additional information

Please provide any additional information related to the Respondents' ability to design, permit, finance, construct and operate the proposed Project. Respondents are welcome to suggest proposed scopes of work and/ or alternative approaches to a public-private partnership arrangement, based upon the firm's experiences with other successful projects of similar nature, that offer alternative means to maximize the long-term energy value to the Town of Tiverton.

4. Qualifications and Experience

Respondents shall provide the following information, detailing Respondents' qualifications and experience:

4.1. Company Information

Description of the company, including the name of all firms (if a joint venture is being proposed), and the principals comprising the development, and ultimate parent company, if applicable.

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4.2. Project Team

Provide an organizational chart for the Respondent, along with a list of all Project key team members and their relative experience.

4.3. Company Experience

Description of Respondent's experience with public-private partnerships for renewable energy project development and financing. Include in this a list of similar projects with the following information, to the extent available:

- Customer name and location.
- Brief Project description.
- Exact role Respondents firm played in the project (for example, lead contractor, subcontractor/consultant, financier, owner/operator, etc.)
- Proposed project time line and actual project time line.
- Proposed components used and actual components used.
- Proposed annual production and actual system production.
- Sources of funding for each project.
- If information can otherwise be obtained publicly, the NMCA (or similar) rate and terms entered into.
- Has the Respondent developed, constructed and have a project operational in Rhode Island greater than 2 MW DC?
- Has the Respondent contracted with other Rhode Island Town(s) for NMC Agreement?
- Does the Respondent intend to own the project Long-Term?
- How many Projects and MW does the Respondent currently own and operate and what is the average size?
- How many Projects and MW does the Respondent currently own and operate in Rhode Island?
- How many Projects and MW does the Respondent currently own and operate that are with Municipalities?
- Has the respondent, Principals or Affiliate defaulted on a Project in the past 10 years?
- Have the Respondent, Principals or Affiliate declared bankruptcy in the past 10 years?
- Are the Respondent, Principals or Affiliate currently involved in a lawsuit?
- Any other additional information Respondent wishes to provide.

4.4. Project References

Please provide at least three (3) references from similar projects that Respondent has completed.

4.5. Financial information

Please provide sufficient, current information indicating the Respondent's financial capacity to successfully complete the Projects identified in this RFQ/RFP.

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4.6. Contractual Defaults

If the Respondent, or any member of its proposed team, has ever defaulted on a contract, please provide details of such default including date, location, type of project and reason for default.

5. Proposal - General

The Town of Tiverton anticipates utilizing the electricity produced by the renewable energy project through the use of net metering (including "virtual" net metering where applicable) to offset the Town of Tiverton's current electricity use.

At this time, the Town of Tiverton anticipates entering into an NMCA with the Developer. The Town of Tiverton is also open to alternative, economically viable proposals that meet the goals of this RFQ/RFP and deliver both short and long-term cost savings.

Respondents are not required to provide 100% of the annual electric usage, as the Town of Tiverton may execute one or more agreements with one or more Respondents to collectively meet the goals of this RFQ/RFP. The Town of Tiverton reserves the right to increase or decrease the total kWh it seeks to contract for.

The Town of Tiverton requests Respondents to provide both of the following financing options:

1. An NMCA or similar, alternative economic proposal that does not include the Town of Tiverton's ownership of RECs.
2. An NMCA or similar, alternative economic proposal that includes the Town of Tiverton's ownership of RECs.

If Respondent is unable to offer one of the options above, please state so in the Response.

5.1. Proposal-VNMCA (or alternative economically viable proposal)

If proposing a VNMCA or alternative long-term financing options, Respondents are required to include the following information:

- The starting value of Remote Net Metering Credits the Town of Tiverton will receive.
- The specific type and value of the savings mechanism:
 - o A fixed price the Town of Tiverton will pay for the receipt of Remote VNMCM;
 - o A percentage discount applied to Remote VNMCM that will constitute the price the Town of Tiverton will pay for the receipt of Remote VNMCM; or
 - o An alternative means of realizing and calculating savings.
- The escalation, to the above rates, if applicable.
- The floor value to the above rates, if applicable.

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- Length of VNMCA or alternative economic proposal, along with any extension options.
- Any other additional assumptions or details the Respondent wishes to include.

5.2. Proposal - Contracts

Please provide a copy of proposed Purchase and Sales Agreement, Net Meter Credit Agreement or contract for an alternative economic proposal. This contract is subject to negotiation and revision by the Town of Tiverton. If there is any non-negotiable provision within the proposed Purchase and Sales Agreement, please clearly identify said provision as such.

5.3. Collective Proposals

In the event a Respondent would like to provide a bid in accordance with section 1.3 "Economies of Scale", and this bid provides a greater economic value proposition, Responders may provide an additional bid, in the forms outlined above. If a Respondent desires to provide such a response, an individual response only for the Town of Tiverton RFQ/RFP is still required.

6. Evaluation and Selection

The Town of Tiverton shall utilize the information provided with the response in evaluating and making an award under this RFQ/RFP. The Town of Tiverton will pay particular attention to:

1. Overall economic value to the Town of Tiverton.
2. Demonstrated understanding and responsiveness of the RFQ/RFP.
3. Qualification of Respondent and Professional recommendations.
4. Proposed Project Details and Schedule.
5. Experience with public-private partnerships.
6. Experience of developing renewable energy projects in Rhode Island in partnership with municipalities and other public entities.
7. The feasibility of Respondent obtaining all required local, state, federal, community, utility and other approvals.
8. The feasibility of Respondent achieving successful Project completion in a timely manner.

The Town of Tiverton may engage a qualify consultant to help evaluate proposals and/or negotiate a contract. The cost of these services, estimated to be \$15,000 - \$20,000, shall be borne by the Respondent unless the Town selects a proposal not recommended by the consultant.

The Town of Tiverton reserves the right to accept and/or reject any and all proposals, or portions thereof and to select and negotiate a winning proposal.